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*Electronically Filed on  
 July 6, 2007*

*Attorneys for Del and Ernestine Bunch*

**UNITED STATES BANKRUPTCY COURT  
 DISTRICT OF NEVADA**

In re:  
 USA COMMERCIAL MORTGAGE COMPANY,  
 Debtor.  
 In re:  
 USA CAPITAL REALTY ADVISORS, LLC,  
 Debtor.  
 In re:  
 USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,  
 Debtor.  
 In re:  
 USA CAPITAL FIRST TRUST DEED FUND, LLC,  
 Debtor.  
 In re:  
 USA SECURITIES, LLC,  
 Debtor.  
 Affects:  
☐ All Debtors  
☒ USA Commercial Mortgage Company  
☐ USA Securities, LLC  
☐ USA Capital Realty Advisors, LLC  
☐ USA Capital Diversified Trust Deed Fund, LLC  
☐ USA First Trust Deed Fund, LLC

Case No. BK-S-06-10725-LBR  
 Case No. BK-S-06-10726-LBR  
 Case No. BK-S-06-10727-LBR  
 Case No. BK-S-06-10728-LBR  
 Case No. BK-S-06-10729-LBR

Chapter 11

**Jointly Administered under  
 Case No. BK-S-06-10725-LBR**

**MOTION TO WITHDRAW AS COUNSEL TO  
 DEL AND ERNESTINE BUNCH AND  
 CERTIFICATE OF SERVICE**

Date of Hearing: 07/27/2007

Time of Hearing: 9:30 a.m.

Judge: Hon. Linda B. Riegler

Santoro, Driggs, Walch, Kearney, Johnson & Thompson (the "Santoro Firm") hereby moves to withdraw from representation as counsel for Del Bunch and Ernestine Bunch pursuant to LR IA 10-6. This motion is based on the memorandum of points and authorities filed with the motion and any oral argument which this Court may entertain.

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**MEMORANDUM OF POINTS AND AUTHORITIES**

1  
2 1. USA Commercial Mortgage Company and related entities ("USACM") filed their  
3 bankruptcy petitions under Chapter 11 of the Bankruptcy Code on or about April 13, 2006.

4 2. Del Bunch and Ernestine Bunch ("Bunch") are unsecured creditors of USACM as  
5 set out in Schedule F of the USACM schedules and subsequent amendments.

6 3. Bunch timely filed a proof of claim on November 8, 2006.

7 4. USACM sent out solicitation documents regarding its proposed plan of  
8 reorganization and on or about December 4, 2006, Bunch submitted his ballot rejecting the  
9 USACM proposed plan of reorganization.

10 5. On or about December 11, 2006, USACM filed its objection to the Bunch claim  
11 and requested that the claim be disallowed for voting purposes ("Motion to Disallow").

12 6. On or about December 15, 2006, Bunch retained the Santoro Firm to render legal  
13 services to him regarding the Motion to Disallow. Even though Bunch refused to sign an  
14 engagement letter and provide a retainer, the Santoro Firm, due to time constraints, agreed to  
15 represent Bunch in the Motion to Disallow and claim objection.

16 7. On January 26, 2007, the Santoro Firm filed, on behalf of Bunch, an appeal of the  
17 bankruptcy court's order which denied the Bunch claim for voting purposes. Even though  
18 USACM objected to the referral of the appeal to the Bankruptcy Appellate Panel, as of this date,  
19 the appeal has not been docketed by the United States District Court.

20 8. The claim objection was recently withdrawn, with the understanding that an  
21 adversary proceeding would be filed against Bunch to recover alleged avoidable transfers. No  
22 such adversary proceeding has yet been filed.

23 9. While the Santoro Firm has continued to represent Bunch, Bunch has failed and  
24 refused to pay the Santoro Firm for services rendered and expenses incurred on his behalf.  
25 Bunch currently owes the Santoro Firm in excess of \$50,960.

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**ARGUMENT**

LR IA 10-6 states that "[n]o attorney may withdraw after appearing in a case except by leave of court after notice served on the affected client and opposing counsel." The Santoro Firm must seek this Court's leave in order to withdraw as counsel of record for Bunch.

Bunch has failed to fulfill his obligation regarding payment for legal services rendered by the Santoro Firm. Bunch has been given reasonable notice that the Santoro Firm would withdraw as counsel of record unless Bunch satisfied its financial obligations. Bunch has failed to fulfill his obligations. Continued representation of Bunch will result in an unreasonable financial burden to the Santoro Firm. Consequently, withdrawal under the circumstances is justified. Bunch will not be prejudiced by the withdrawal of the Santoro Firm. Moreover, withdrawal will not result in any delay. The objection to claim has been withdrawn and any further action against Bunch will be by adversary proceeding. No such adversary proceeding has been filed as of this writing.

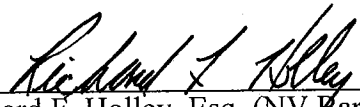
**CONCLUSION**

WHEREFORE, the Santoro Firm requests that this Court allow it to withdraw from representation of Bunch in the USACM and related matters with all further notices sent directly to Bunch at his last known address, as follows:

Del and Ernestine Bunch  
1909 Red Robin Court  
Las Vegas, Nevada 89134

DATED this 6th day of July, 2007.

**SANTORO, DRIGGS, WALCH,  
KEARNEY, JOHNSON & THOMPSON**

  
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**CERTIFICATE OF SERVICE**

I hereby certify that I am an employee of Santoro, Driggs, Walch, Kearney, Johnson & Thompson, and that on the 6th day of July, 2007, I caused to be served a true and correct copy of Motion to Withdraw as Counsel for Del and Ernestine Bunch in the following manner:


☒ (ELECTRONIC SERVICE) Under Administrative Order 02-1 (Rev. 8-31-04) of the United States Bankruptcy Court for the District of Nevada, the above-referenced document was electronically filed on the date hereof and served through the Notice of Electronic Filing automatically generated by that Court's facilities.

☒ (UNITED STATES MAIL) By depositing a copy of the above-referenced document for mailing in the United States Mail, first class postage prepaid, at Las Vegas, Nevada, to the following:

Del and Ernestine Bunch  
1909 Red Robin Court  
Las Vegas, Nevada 89134

☐ (OVERNIGHT COURIER) By depositing a true and correct copy of the above-referenced document for overnight delivery via Federal Express, at a collection facility maintained for such purpose, addressed to the parties on the attached service list, at their last known delivery address, on the date above written.

☐ (FACSIMILE) That I served a true and correct copy of the above-referenced document via facsimile, to the facsimile numbers indicated, to those persons listed on the attached service list, on the date above written.



An employee of Santoro, Driggs, Walch,  
Kearney, Johnson & Thompson